

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

<p>***** CHILDREN’S HOSPITAL CORPORATION, <p style="text-align: center;">Plaintiff,</p> <p>v.</p> <p>KINDERCARE LEARNING CENTERS, INC., BLUE CROSS BLUE SHIELD OF MASSACHUSETTS, INC., and REGENCE BLUE CROSS BLUE SHIELD OF OREGON,</p> <p style="text-align: center;">Defendants.</p> <p>*****</p> </p>	<p>*</p> <p>*</p> <p>*</p> <p>*</p> <p>*</p> <p>*</p> <p>*</p> <p>*</p> <p>*</p> <p>*</p> <p>*</p> <p>*</p>	<p>Civil Action No. 04-11676-PBS</p>
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DEFENDANTS’ MOTION TO DISMISS

Defendants Kindercare Learning Centers, Inc., Blue Cross Blue Shield of Massachusetts, Inc., and Regence Blue Cross Blue Shield of Oregon hereby move to dismiss all counts of the Complaint of Plaintiff Children’s Hospital Corporation (the “Hospital”) on the ground that such claims are preempted by the Employee Retirement Income Security Act of 1974 (“ERISA”), 29 U.S.C. § 1001, *et seq.*, and, therefore should be dismissed pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure. As a separate and independent basis for dismissal, Defendant Regence Blue Cross Blue Shield of Oregon moves, pursuant to Rule 12(b)(2), to dismiss all claims against it on the basis of lack of personal jurisdiction. As grounds for this Motion, the defendants rely on the contemporaneously filed Joint Memorandum of Law in Support of Defendants’ Motion to Dismiss.

WHEREFORE, the defendants respectfully request that all counts of the Hospital's Complaint be dismissed in their entirety.

Respectfully submitted,

KINDERCARE LEARNING CORPORATION,
CENTERS, INC.,

By its attorneys:

/s/ Robert P. Joy

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BLUE CROSS BLUE SHIELD OF
MASSACHUSETTS, INC., and
REGENCE BLUE CROSS BLUE
SHIELD OF OREGON

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Dated: September 3, 2004